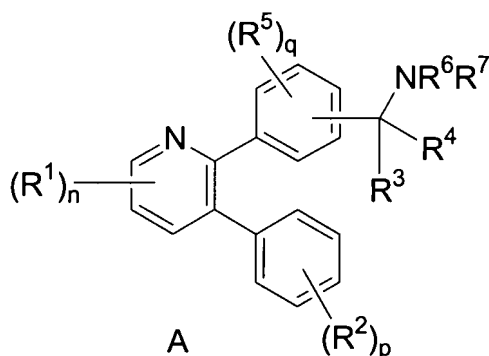


AMENDMENTS TO THE CLAIMS

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims

1. (Original) A compound of the Formula A:



wherein:

a is 0 or 1; b is 0 or 1; m is 0, 1 or 2; n is 0, 1, 2 or 3; p is 0, 1 or 2; q is 0, 1, 2 or 3; r is 0 or 1; s is 0 or 1; t is 2, 3, 4, 5 or 6;

R¹ is independently selected from: 1) (C=O)_aO_bC₁-C₁₀ alkyl, 2) (C=O)_aO_baryl, 3) C₂-C₁₀ alkenyl, 4) C₂-C₁₀ alkynyl, 5) (C=O)_aO_b heterocyclyl, 6) (C=O)_aO_bC₃-C₈ cycloalkyl, 7) CO₂H, 8) halo, 9) CN, 10) OH, 11) O_bC₁-C₆ perfluoroalkyl, 12) O_a(C=O)_bNR⁶R⁷, 13) NR^c(C=O)NR⁶R⁷, 14) S(O)_mR^a, 15) S(O)₂NR⁶R⁷, 16) NR^cS(O)_mR^a, 17) oxo, 18) CHO, 19) NO₂, 20) NR^c(C=O)O_bR^a, 21) O(C=O)O_bC₁-C₁₀ alkyl, 22) O(C=O)O_bC₃-C₈ cycloalkyl, 23) O(C=O)O_baryl, 24) O(C=O)O_b-heterocycle, and 25) O_a-P=O(OH)₂, said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one or more substituents selected from R^Z;

R² is independently selected from: 1) (C=O)_aO_bC₁-C₁₀ alkyl, 2) (C=O)_aO_baryl, 3) C₂-C₁₀ alkenyl, 4) C₂-C₁₀ alkynyl, 5) (C=O)_aO_b heterocyclyl, 6) (C=O)_aO_bC₃-C₈ cycloalkyl, 7) CO₂H, 8) halo, 9) CN, 10) OH, 11) O_bC₁-C₆ perfluoroalkyl, 12) O_a(C=O)_bNR⁶R⁷, 13) NR^c(C=O)NR⁶R⁷, 14) S(O)_mR^a, 15) S(O)₂NR⁶R⁷, 16) NR^cS(O)_mR^a, 17) CHO, 18) NO₂, 19) NR^c(C=O)O_bR^a, 20) O(C=O)O_bC₁-C₁₀ alkyl, 21) O(C=O)O_bC₃-C₈ cycloalkyl, 22) O(C=O)O_baryl, 23) O(C=O)O_b-heterocycle, and 24) O_a-P=O(OH)₂, said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one, two or three substituents selected from R^Z;

R^3 and R^4 are independently selected from: H, C_1 - C_6 -alkyl and C_1 - C_6 -perfluoroalkyl, or

R^3 and R^4 are combined to form $-(CH_2)_t-$ wherein one of the carbon atoms is optionally replaced by a moiety selected from O, $S(O)_m$, $-N(R^b)C(O)-$, and $-N(COR^a)-$;

R^5 is independently selected from: 1) $(C=O)_aO_bC_1$ - C_{10} alkyl, 2) $(C=O)_aO_b$ aryl, 3) C_2 - C_{10} alkenyl, 4) C_2 - C_{10} alkynyl, 5) $(C=O)_aO_b$ heterocyclyl, 6) $(C=O)_aO_bC_3$ - C_8 cycloalkyl, 7) CO_2H , 8) halo, 9) CN, 10) OH, 11) O_bC_1 - C_6 perfluoroalkyl, 12) $O_a(C=O)_bNR^6R^7$, 13) $NR^c(C=O)NR^6R^7$, 14) $S(O)_mR^a$, 15) $S(O)_2NR^6R^7$, 16) $NR^cS(O)_mR^a$, 17) oxo, 18) CHO, 19) NO_2 , 20) $O(C=O)O_bC_1$ - C_{10} alkyl, 21) $O(C=O)O_bC_3$ - C_8 cycloalkyl, and 22) $O_a-P=O(OH)_2$, said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one or more substituents selected from R^Z ;

R^6 and R^7 are independently selected from: 1) H, 2) $(C=O)O_bR^a$, 3) C_1 - C_{10} alkyl, 4) aryl, 5) C_2 - C_{10} alkenyl, 6) C_2 - C_{10} alkynyl, 7) heterocyclyl, 8) C_3 - C_8 cycloalkyl, 9) SO_2R^a , 10) $(C=O)NR^b_2$, 11) OH, and 12) $O_a-P=O(OH)_2$, said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R^Z ;

R^Z is selected from: 1) $(C=O)_rO_s(C_1$ - $C_{10})$ alkyl, 2) $O_r(C_1$ - $C_3)$ perfluoroalkyl, 3) $(C_0$ - $C_6)$ alkylene- $S(O)_mR^a$, 4) oxo, 5) OH, 6) halo, 7) CN, 8) $(C=O)_rO_s(C_2$ - $C_{10})$ alkenyl, 9) $(C=O)_rO_s(C_2$ - $C_{10})$ alkynyl, 10) $(C=O)_rO_s(C_3$ - $C_6)$ cycloalkyl, 11) $(C=O)_rO_s(C_0$ - $C_6)$ alkylene-aryl, 12) $(C=O)_rO_s(C_0$ - $C_6)$ alkylene-heterocyclyl, 13) $(C=O)_rO_s(C_0$ - $C_6)$ alkylene- $N(R^b)_2$, 14) $C(O)R^a$, 15) $(C_0$ - $C_6)$ alkylene- CO_2R^a , 16) $C(O)H$, 17) $(C_0$ - $C_6)$ alkylene- CO_2H , 18) $C(O)N(R^b)_2$, 19) $S(O)_mR^a$, 20) $S(O)_2N(R^b)_2$, 21) $NR^c(C=O)O_bR^a$, 22) $O(C=O)O_bC_1$ - C_{10} alkyl, 23) $O(C=O)O_bC_3$ - C_8 cycloalkyl, 24) $O(C=O)O_b$ aryl, 25) $O(C=O)O_b$ -heterocycle, and 26) $O_a-P=O(OH)_2$, said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, and heterocyclyl is optionally substituted with up to three substituents selected from R^b , OH, $(C_1$ - $C_6)$ alkoxy, halogen, CO_2H , CN, $O(C=O)C_1$ - C_6 alkyl, oxo, $N(R^b)_2$ and $O_a-P=O(OH)_2$;

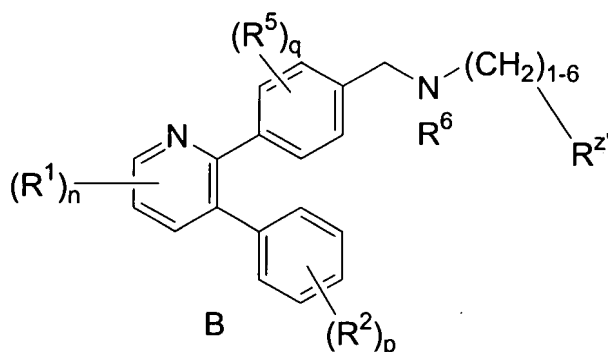
R^a is: substituted or unsubstituted $(C_1$ - $C_6)$ alkyl, substituted or unsubstituted $(C_2$ - $C_6)$ alkenyl, substituted or unsubstituted $(C_2$ - $C_6)$ alkynyl, substituted or unsubstituted $(C_3$ - $C_6)$ cycloalkyl, substituted or unsubstituted aryl, $(C_1$ - $C_6)$ perfluoroalkyl, 2,2,2-trifluoroethyl, or substituted or unsubstituted heterocyclyl;

R^b is: H, $(C_1$ - $C_6)$ alkyl, substituted or unsubstituted aryl, substituted or unsubstituted benzyl, substituted or unsubstituted heterocyclyl, $(C_3$ - $C_6)$ cycloalkyl, $(C=O)OC_1$ - C_6 alkyl, $(C=O)C_1$ - C_6 alkyl or $S(O)_2R^a$;
and

R^C is selected from: 1) H, 2) C₁-C₁₀ alkyl, 3) aryl, 4) C₂-C₁₀ alkenyl, 5) C₂-C₁₀ alkynyl, 6) heterocyclyl, 7) C₃-C₈ cycloalkyl, and 8) C₁-C₆ perfluoroalkyl, said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R^Z ;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

2. (Original) The compound according to Claim 1 of the Formula B:

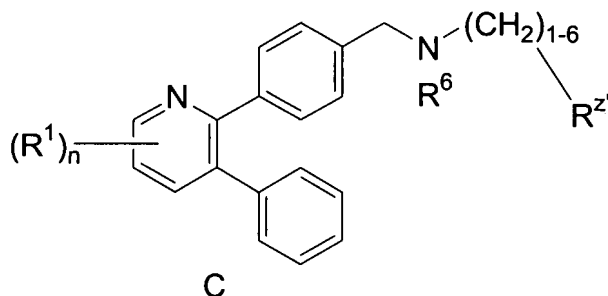


wherein:

R^Z is selected from: alkyl, cycloalkyl, aryl and heterocyclyl, said alkyl, cycloalkyl, aryl or heterocyclyl is optionally substituted with 1 to 3 R^Z ;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

3. (Original) The compound according to Claim 2 of the Formula C:



wherein:

R^6 is selected from: H and (C₁-C₆)alkyl;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

4. (Original) A compound which is selected from:

5-phenyl-6-[4-({[4-(1,2,3-thiadiazol-4-yl)benzyl]amino}methyl)phenyl]nicotinonitrile;

5-phenyl-6-[4-({[(1S,2R)-2-phenylcyclopropyl]amino}methyl)phenyl]nicotinonitrile;
6-(4-({[(3,4-difluorobenzyl)amino]methyl}phenyl)-5-phenyl)nicotinonitrile;
6-[4-({[2-(3-fluorophenyl)ethyl]amino}methyl)phenyl]-5-phenylnicotinonitrile;
6-[4-({[2-(4-fluorophenyl)ethyl]amino}methyl)phenyl]-5-phenylnicotinonitrile;
5-phenyl-6-[4-({[(4-phenylmorpholin-2-yl)methyl]amino}methyl)phenyl]nicotinonitrile;
6-[4-({[(4-benzylmorpholin-2-yl)methyl]amino}methyl)phenyl]-5-phenylnicotinonitrile;
6-[4-({methyl[(1-phenyl-1H-pyrazol-4-yl)methyl]amino}methyl)phenyl]-5-phenylnicotinonitrile;
N-[2-(1-methylpyrrolidin-2-yl)ethyl]-N-{4-[3-phenyl-5-(1H-tetrazol-5-yl)pyridin-2-yl]benzyl}amine;
1-{4-[3-phenyl-5-(1H-tetrazol-5-yl)pyridin-2-yl]phenyl}-N-[4-(1,2,3-thiadiazol-4-yl)benzyl]methanamine;
N-(3,4-difluorobenzyl)-N-{4-[3-phenyl-5-(1H-tetrazol-5-yl)pyridin-2-yl]benzyl}amine;
2-chloro-5-phenyl-6-[4-({[4-(1,2,3-thiadiazol-4-yl)benzyl]amino}methyl)phenyl]nicotinonitrile;
1-(2-Aminophenyl)-3-({4-[5-(5-amino-1,3,4-thiadiazol-2-yl)-3-phenylpyridin-2-yl]benzyl}amino)propan-1-one;
3-({4-[5-cyano-3-phenylpyridin-2-yl]benzyl}amino)-1-phenylpropan-1-one; and
3-({4-[5-(5-amino-1,3,4-thiadiazol-2-yl)-3-phenylpyridin-2-yl]benzyl}amino)-1-phenylpropan-1-one;
or a pharmaceutically acceptable salt or a stereoisomer thereof.

5. (Currently amended) The ~~TFA~~ trifluoroacetic acid salt of a compound according to Claim 1 which is:

5-phenyl-6-[4-({[4-(1,2,3-thiadiazol-4-yl)benzyl]amino}methyl)phenyl]nicotinonitrile;
5-phenyl-6-[4-({[(1S,2R)-2-phenylcyclopropyl]amino}methyl)phenyl]nicotinonitrile;
6-(4-({[(3,4-difluorobenzyl)amino]methyl}phenyl)-5-phenyl)nicotinonitrile;
6-[4-({[2-(3-fluorophenyl)ethyl]amino}methyl)phenyl]-5-phenylnicotinonitrile;
6-[4-({[2-(4-fluorophenyl)ethyl]amino}methyl)phenyl]-5-phenylnicotinonitrile;
5-phenyl-6-[4-({[(4-phenylmorpholin-2-yl)methyl]amino}methyl)phenyl]nicotinonitrile;
6-[4-({[(4-benzylmorpholin-2-yl)methyl]amino}methyl)phenyl]-5-phenylnicotinonitrile;
6-[4-({methyl[(1-phenyl-1H-pyrazol-4-yl)methyl]amino}methyl)phenyl]-5-phenylnicotinonitrile;
N-[2-(1-methylpyrrolidin-2-yl)ethyl]-N-{4-[3-phenyl-5-(1H-tetrazol-5-yl)pyridin-2-yl]benzyl}amine;
1-{4-[3-phenyl-5-(1H-tetrazol-5-yl)pyridin-2-yl]phenyl}-N-[4-(1,2,3-thiadiazol-4-yl)benzyl]methanamine;
N-(3,4-difluorobenzyl)-N-{4-[3-phenyl-5-(1H-tetrazol-5-yl)pyridin-2-yl]benzyl}amine;
1-(2-Aminophenyl)-3-({4-[5-(5-amino-1,3,4-thiadiazol-2-yl)-3-phenylpyridin-2-yl]benzyl}amino)propan-1-one; and
3-({4-[5-(5-amino-1,3,4-thiadiazol-2-yl)-3-phenylpyridin-2-yl]benzyl}amino)-1-phenylpropan-1-one;
or a stereoisomer thereof.

6. (Original) A compound according to Claim 4 which is:

1-(2-Aminophenyl)-3-({4-[5-(5-amino-1,3,4-thiadiazol-2-yl)-3-phenylpyridin-2-yl]benzyl}amino)propan-1-one;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

7. (Original) A pharmaceutical composition comprising a pharmaceutical carrier, and dispersed therein, a therapeutically effective amount of a compound of Claim 1.

8. (Original) A pharmaceutical composition comprising a pharmaceutical carrier, and dispersed therein, a therapeutically effective amount of a compound of Claim 4.

9-10. (Canceled)

11. (Currently amended) A method for treating ovarian, pancreatic, breast and prostate cancer and glioblastoma cancer which comprises administering to a mammal in need thereof a therapeutically effective amount of a compound of Claim 1.

12. (Currently amended) A method for treating ovarian, pancreatic, breast and prostate cancer and glioblastoma cancer which comprises administering to a mammal in need thereof a therapeutically effective amount of a compound of Claim 4.

13-16. (Canceled)

17. (Currently amended) A method of treating ~~hyperproliferative disorders selected from restenosis, inflammation, autoimmune diseases and allergy/asthma~~ which comprises administering to a mammal in need thereof a therapeutically effective amount of a compound of Claim 1.

18. (Original) A method of treating hyperinsulinism which comprises administering to a mammal in need thereof a therapeutically effective amount of a compound of Claim 1.